

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

ROBERT H. BURCH, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

vs.

SLM CORPORATION, ALBERT L. LORD,
CHARLES ELLIOTT (C.E.) ANDREWS and
ROBERT S. AUTOR,

Defendants.

RUSSELL PATRICK, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

vs.

SLM CORPORATION, ALBERT L. LORD,
CHARLES ELLIOTT (C.E.) ANDREWS and
ROBERT S. AUTOR,

Defendants.

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Case No. 1:08-CV-01029-WHP

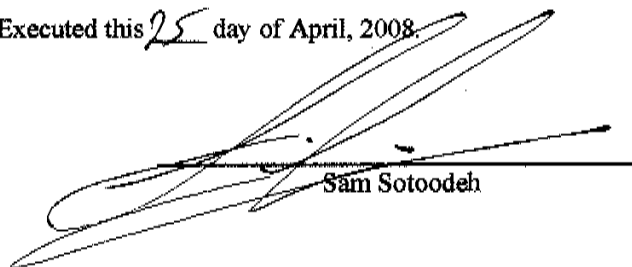
Case No. 1:08-CV-02463-WHP

**DECLARATION OF SAM SOTOODEH
IN FURTHER SUPPORT OF THE MOTION OF SLM VENTURE FOR
CONSOLIDATION, APPOINTMENT AS LEAD PLAINTIFF AND
APPROVAL OF SELECTION OF LEAD COUNSEL**

I, Sam Sotoodeh, under penalty of perjury, hereby declare:

1. I submit this declaration in further support of the Motion of SLM Venture for Consolidation, Appointment as Lead Plaintiff and Approval of Selection of Lead Counsel. I have personal knowledge of the facts stated herein and, if called upon to do so, could and would testify competently thereto.
2. SLM Venture is a joint venture involving several families that have invested together with my family in various real estate and securities at times over the years. SLM Venture was formed for the purpose of investing in SLM Corporation.
3. I am one of the principal investors in SLM Venture. I am also the investment professional who makes investment recommendations and decisions for SLM Venture. I reviewed and relied upon public statements by SLM Corporation and its executives in making these recommendations and decisions.
4. I have full authority to act on behalf of SLM Venture and its investors, including the authority to commence legal actions and the authority to seek to serve as lead plaintiff in an action brought pursuant to the federal securities laws.
5. Attachment A to my March 22, 2008 Certification of Proposed Lead Plaintiff Pursuant to the Federal Securities Laws lists all of SLM Venture's purchases and sales of SLM Corporation common stock at issue in *Burch v. SLM Corporation, et al.*, Case No. 1:08-cv-01029-WHP.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 25 day of April, 2008.


Sam Sotoodeh